

Exhibit 5



Cira Centre
2929 Arch Street
Philadelphia, PA 19104-2808
+1 215 994 4000 Main
+1 215 994 2222 Fax
www.dechert.com

June 9, 2023

ROBERT D. RHOAD

robert.rhoad@dechert.com
+1 609-955-3269 Direct
+1 609-873-9142 Fax

BY FEDEX

Zydus Pharmaceuticals
Zydus Corporate Park
Scheme No. 63, Survey No. 536, Khoraj
(Gandhinagar)
Nr. Vaishnodevi Circle, S.G. Highway
Ahmedabad 382481, Gujarat, India

Zydus Pharmaceuticals USA Inc.
73 Route 31 N.
Pennington, NJ 08534

RE: Zydus's Varenicline Tartrate

Dear Sir/Madam:

We write on behalf of Par Pharmaceuticals Inc. ("Par") as a follow-up to our prior letter of May 17, 2023, concerning Par's patented technologies covering varenicline pharmaceutical compositions. In that letter, we noted that in addition to U.S. Patent No. 11,602,537 ("537 patent"), Par has other patent applications pending before the U.S. Patent and Trademark Office ("PTO"). Please be advised that the PTO has issued a Notice of Allowance with respect to Par's Application No. 17/930,824 (the "'824 application"). Par has paid the issue fee and expects that the new patent will issue shortly.

As allowed, claim 1 of the '824 application recites the following:

1. A method of making a varenicline tartrate tablet comprising less than 50 ppm of nitrosamine impurities, the method comprising:
 - (a) mixing varenicline free base with tartaric acid to form varenicline tartrate; and
 - (b) means for reducing the nitrosamine impurities to less than 50 ppm per tablet as measured by LC-ESI-HRMS Method;wherein the means comprises an acid-base treatment.



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Par has reason to believe that Zydus Pharmaceuticals USA (and/or its affiliates, collectively, "Zydus") has begun soliciting orders for its varenicline tartrate products. Par further understands that Zydus will be manufacturing those products outside the United States and importing them into the country for sale here.

Par believes it is highly likely that any commercial sales of Zydus's varenicline tartrate products in the U.S. would infringe the issued claims of the '537 patent and/or the allowed claims of the '824 patent, including under at least 35 U.S.C. §§ 271(a), (b), and/or (g). Please note that Par intends to enforce its patent rights as appropriate and warranted under the circumstances. Please further note that in any lawsuit brought by Par to enforce the allowed method of manufacture claims of the '824 application, once issued, Zydus would have the burden, pursuant to 35 U.S.C. § 295, of establishing that its products are not made in accordance with Par's patented process.

We expect Zydus will respect the law and avoid infringing upon Par's patent rights. If Zydus believes that the commercial sale of its varenicline tartrate products in the U.S. would not infringe the '537 patent and/or the allowed claims of the '824 application, please provide the basis for your belief in that regard.

Sincerely,

A handwritten signature in black ink, appearing to read "RDR", with a stylized flourish extending from the end.

Robert D. Rhoad

RDR:ldl